

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA**

PLYMOUTH COUNTY RETIREMENT)
ASSOCIATION, on Behalf of Itself and All)
Others Similarly Situated,)

Plaintiffs,)

vs.)

1:11-cv-01068-TDS-PTS

PRIMO WATER CORPORATION, BILLY D.)
PRIM, MARK CASTANEDA, DAVID J.)
MILLS, RICHARD A. BRENNER, DAVID)
W. DUPREE, MALCOLM McQUILKIN,)
DAVID L. WARNOCK, JACK C. KILGORE,)
CULLIGAN INTERNATIONAL COMPANY,)
ANDREW J. FILIPOWSKI, CARL V.)
SANTOIEMMO, STIFEL, NICOLAUS &)
COMPANY, INC., BB&T CAPITAL)
MARKETS, JANNEY MONTGOMERY)
SCOTT LLC, and SIGNAL HILL CAPITAL)
GROUP LLC,)

Defendants.)

STIPULATION AND ORDER

Plaintiff Plymouth County Retirement Association (“Plaintiff”) and Defendant Andrew J. Filipowski (“Defendant”), subject to the Court’s approval, hereby stipulate as follows:

1. Plaintiff commenced this action on December 2, 2011, asserting certain claims under Sections 11, 12(a), and 15 of the Securities Act of 1933; Section 10(b) of

the Securities Exchange Act of 1934 (the “Exchange Act”) and Rule 10b-5 promulgated thereunder; and Section 20(a) of the Exchange Act.

2. Plaintiff brings this action as a putative class action.

3. Plaintiff’s claims are subject to the Private Securities Litigation Reform Act of 1995 (“PSLRA”), which provides, *inter alia*, that issues such as the consolidation of related federal securities law actions and the appointment of lead plaintiffs must be addressed at the outset of any such suit. *See* 15 U.S.C. §77z-1(a)(1-3).

4. Under the PSLRA, a lead plaintiff motion was filed on January 31, 2012.

5. Plaintiff and Defendant recognize that a lead plaintiff appointment will not have been made, and other preliminary matters (such as consolidation, the filing of an amended and consolidated complaint, etc.) will not have been accomplished, prior to the time Defendant must respond to the complaint (the “Initial Complaint”), and that premature response will be a waste of time, money, and effort on the part of the Court and all parties.

6. Defendant accepts service of the Summons and Initial Complaint. Plaintiff and Defendant agree that the time has not expired for Defendant to respond to the Initial Complaint.

7. Defendant is not required to respond to the Initial Complaint, or, subject to this Court’s approval of this Stipulation, to any complaint in an action assigned or transferred to this Court as related to the instant action or any complaint in any action consolidated into this action, until lead plaintiff and lead plaintiff’s counsel have been designated pursuant to 15 U.S.C. §78u-4(a)(3)(B), and have filed an Amended

Complaint. The Amended Complaint shall supersede all complaints in any of the actions consolidated herein.

This the 28th day of February, 2012.

/s/ L. Bruce McDaniel with permission

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*Attorney for Defendant Andrew J.
Filipowski*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing *Stipulation and Order* was electronically filed with the Clerk of Court using the CM/ECF system, which will automatically send notification of such filing to the registered participants, as follows:

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This the 28th day of February, 2012.

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